

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Calpine Corporation, et al.,

Debtors.

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)  
)  
) Chapter 11  
)  
) Case No. 05-60200 (BRL)  
) Jointly Administered  
)

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**ORDER PURSUANT TO RULE 1015(B) OF THE FEDERAL  
RULES OF BANKRUPTCY PROCEDURE DIRECTING THE  
JOINT ADMINISTRATION OF THE CHAPTER 11 CASES**

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Upon the motion (the “Motion”)<sup>1</sup> of the above-captioned debtors (collectively, the “Debtors”) for pursuant to Rule 1015(b) of Federal Rules of Bankruptcy Procedure for order directing the joint administration of the Chapter 11 Cases; it appearing that the relief requested is in the best interest of the Debtors’ estates, their creditors and other parties in interest; it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); it appearing that venue of this proceeding and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; notice of this Motion and the opportunity for a hearing on this Motion was appropriate under the particular circumstances and that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED

1. The Motion is granted in its entirety.

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Motion.

2. Pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure, the above-captioned Chapter 11 Cases are consolidated for procedural proposes only and shall be jointly administered by the Court.

3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the above-captioned chapter 11 cases.

4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	
	)	
	)	Chapter 11
Calpine Corporation., <u>et al.</u> ,	)	
	)	Case No. 05-_____ (____)
Debtors.	)	Jointly Administered
	)	

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5. That a docket entry shall be made in each of the above-captioned cases substantially as follows:

“An order has been entered in this case directing the procedural consolidation and joint administration of the chapter 11 cases commenced by Calpine Corporation. and its direct and indirect debtor affiliates. The case docket in Case No. 05-\_\_\_\_\_ should be consulted for all matters affecting these cases.”

6. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

7. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. To the extent that any affiliates of the Debtors subsequently commence chapter 11 cases, the relief granted pursuant to this Order shall apply to such debtors and their respective estates.
9. The requirement set forth in Rule 9013-1(b) of the Local Bankruptcy Rules for the Southern District of New York that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived.
10. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: December 21, 2005  
New York, New York

/s/Burton R. Lifland  
United States Bankruptcy Judge